

Minute Order Form (06/97)

550

United States District Court, Northern District of Illinois

Name of Assigned Judge or Magistrate Judge	James F. Holderman	Sitting Judge If Other than Assigned Judge	
CASE NUMBER	02 C 270	DATE	December 28, 2004
CASE TITLE	MITTLEMAN et al vs. KILREA et al		

[In the following box (a) indicate the party filing the motion, e.g., plaintiff, defendant, 3rd party plaintiff, and (b) state briefly the nature of the motion being presented.]

MOTION:

--

DOCKET ENTRY:

(1)	<input type="checkbox"/>	Filed motion of [use listing in "Motion" box above.]
(2)	<input type="checkbox"/>	Brief in support of motion due _____.
(3)	<input type="checkbox"/>	Answer brief to motion due _____. Reply to answer brief due _____.
(4)	<input type="checkbox"/>	Ruling/Hearing on _____ set for _____ at _____.
(5)	<input type="checkbox"/>	Status hearing[held/continued to] [set for/re-set for] on _____ set for _____ at _____.
(6)	<input type="checkbox"/>	Pretrial conference[held/continued to] [set for/re-set for] on _____ set for _____ at _____.
(7)	<input type="checkbox"/>	Trial[set for/re-set for] on _____ at _____.
(8)	<input type="checkbox"/>	[Bench/Jury trial] [Hearing] held/continued to _____ at _____.
(9)	<input type="checkbox"/>	This case is dismissed [with/without] prejudice and without costs[by/agreement/pursuant to] <input type="checkbox"/> FRCP4(m) <input type="checkbox"/> Local Rule 41.1 <input type="checkbox"/> FRCP41(a)(1) <input type="checkbox"/> FRCP41(a)(2).
(10)	<input checked="" type="checkbox"/>	[Other docket entry] Enter order and final judgment.
(11)	<input type="checkbox"/>	[For further detail see order (on reverse side of/attached to) the original minute order.]

<input type="checkbox"/> No notices required, advised in open court. <input type="checkbox"/> No notices required. <input checked="" type="checkbox"/> Notices mailed by judge's staff. <input type="checkbox"/> Notified counsel by telephone. <input type="checkbox"/> Docketing to mail notices. <input type="checkbox"/> Mail AO 450 form. <input type="checkbox"/> Copy to judge/magistrate judge.	2004 DEC 28 PM 6:10 U.S. DISTRICT COURT NORTHERN DISTRICT OF ILLINOIS	number of notices DEC 28 2004 date docketed JXM docketing deputy initials 12-28-04 date mailed notice JS mailing deputy initials	Document Number <div style="font-size: 2em; font-family: cursive;">244</div>
JS	Date/time received in central Clerk's Office		

**IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

HOWARD MITTELMAN, Individually And On
Behalf Of All Others Similarly Situated,

Plaintiffs,

vs.

GREGORY J. KILREA, LOU WEISBACH, JOHN
R. KELLEY JR., MARC S. SIMON, LINDEN D.
NELSON, BRADLEY KEYWELL, and ERIC
LEFKOFSKY,

Defendants.

No. 02 C 0270

Judge James F. Holderman

ORDER AND FINAL JUDGMENT

On the 1st day of October, 2004, a hearing having been held before this Court to determine: (1) whether the terms and conditions of the Stipulation and Agreement of Settlement dated March 5, 2004 (the "Stipulation") are fair, reasonable and adequate for the settlement of all claims asserted by the Class against the Defendants in the Complaint now pending in this Court under the above caption, and should be approved; (2) whether judgment should be entered dismissing the Complaint; (3) whether to approve the Plan of Allocation as a fair and reasonable method to allocate the settlement proceeds among the members of the Class; and (4) whether and in what amount to award Plaintiffs' Counsel fees and reimbursement of expenses. The Court having considered all matters submitted to it at the hearing and otherwise; and it appearing that a notice of the hearing substantially in the form approved by the Court was mailed to all persons or entities reasonably identifiable, who purchased the common stock of HA-LO Industries, Inc. ("HA-LO") during the period from February 18, 1999 through and including July 30, 2001 (the

“Class Period”), except those persons or entities excluded from the definition of the Class, as shown by the records of HA-LO’s transfer agent, at the respective addresses set forth in such records, and that a summary notice of the hearing substantially in the form approved by the Court was published in the national edition of The Wall Street Journal pursuant to the specifications of the Court; and the Court having considered and determined the fairness and reasonableness of the award of attorneys’ fees and expenses requested; and all capitalized terms used herein having the meanings as set forth and defined in the Stipulation.

NOW, THEREFORE, IT IS HEREBY ORDERED THAT:

1. The Court has jurisdiction over the subject matter of the Action, the Plaintiffs, all Class Members, and the Defendants.

2. The Court finds that the prerequisites for a class action under Fed. R. Civ. P. 23 (a) and (b)(3) have been satisfied in that: (a) the number of Class Members is so numerous that joinder of all members thereof is impracticable; (b) there are questions of law and fact common to the Class; (c) the claims of the Class Representatives are typical of the claims of the Class they seek to represent; (d) the Class Representatives have and will fairly and adequately represent the interests of the Class; (e) the questions of law and fact common to the members of the Class predominate over any questions affecting only individual members of the Class; and (f) a class action is superior to other available methods for the fair and efficient adjudication of the controversy.

3. Pursuant to Rule 23 of the Federal Rules of Civil Procedure this Court hereby finally certifies this action as a class action on behalf of all persons who purchased the common stock of HA-LO Industries, Inc. (“HA-LO”) during the period from February 18, 1999 through and including July 30, 2001. Excluded from the Class are Defendants, the officers and directors

of HA-LO, members of their immediate families and their legal representatives, heirs, successors or assigns and any entity in which the Defendants have a controlling interest. Also excluded from the Class are all persons and entities that acquired HA-LO securities as part of the Starbelly acquisition. Also excluded from the Class are the persons and/or entities who requested exclusion from the Class as listed on Exhibit A annexed hereto, with copies of the Requests to be filed with the Court.

4. Notice of the pendency of this Action as a class action and of the proposed Settlement was given to all Class Members who could be identified with reasonable effort. The form and method of notifying the Class of the pendency of the action as a class action and of the terms and conditions of the proposed Settlement met the requirements of Rule 23 of the Federal Rules of Civil Procedure, Section 21D(a)(7) of the Securities Exchange Act of 1934, 15 U.S.C. 78u-4(a)(7) as amended by the Private Securities Litigation Reform Act of 1995, due process, and any other applicable law, constituted the best notice practicable under the circumstances, and constituted due and sufficient notice to all persons and entities entitled thereto.

5. The Settlement is approved as fair, reasonable and adequate, and the Class Members and the parties are directed to consummate the Settlement in accordance with the terms and provisions of the Stipulation.

6. The Complaint, which the Court finds was filed on a good faith basis in accordance with the Private Securities Litigation Reform Act and Rule 11 of the Federal Rules of Civil Procedure based upon all publicly available information, is hereby dismissed without prejudice and without costs, except as provided in the Stipulation as against the Defendants.

7. The dismissal without prejudice will be converted to a dismissal with prejudice upon the occurrence of (a) the receipt by Plaintiffs, the Class or their assignees of \$18 million

(the "Settlement Amount") or other amount later agreed to by Plaintiffs, the Class or their assignees in compromise of the Settlement Amount, or (b) the Assigned Claims (as defined in the Stipulation) are dismissed, resolved or otherwise terminated (the "Conversion"). Until the Conversion, the Action against Defendants may not be reopened or reinstated, Plaintiffs may not initiate a new lawsuit asserting any of the Settled Claims (defined below), and Defendants may not initiate a claim in any form asserting any of the Settled Defendants' claims (defined below).

8. Upon the Conversion, members of the Class and the successors and assigns of any of them, are hereby permanently barred and enjoined from instituting, commencing or prosecuting, either directly or in any other capacity, any and all claims (a) that have been asserted in the Action by the Plaintiffs, the Class or any of them against any of the Defendants, or (b) that could have been asserted in any forum by the Plaintiffs, the Class or any of them against the Defendants that arise out of or are based upon the allegations, transactions, facts, matters, occurrences, representations or omissions, involved, set forth, or related to the Action and relate to the purchase of the common stock of HA-LO during the Class Period. (the "Settled Claims") against the Defendants, their heirs, legal representatives, successors, or assigns. (the "Dismissed Parties"). The "Settled Claims" includes any and all Settled Claims which any Plaintiff or Class Member does not know or suspect to exist in his, her or its favor at the time of this Order which if known by him, her or it might have affected his, her or its decision(s) with respect to the Settlement. Upon the Conversion, the Settled Claims are hereby compromised, settled, released discharged and dismissed as against the Released Parties on the merits and with prejudice by virtue of the proceedings herein and this Order and Final Judgment.

9. Upon the Conversion, the Defendants and the successors and assigns of any of them, are hereby permanently barred and enjoined from instituting, commencing or prosecuting,

either directly or in any other capacity, any and all claims, rights or causes of action or liabilities whatsoever, whether based on federal, state, local, statutory or common law or any other law, rule or regulation, including both known claims and Unknown Claims, that have been or could have been asserted in the Action or any forum by the Defendants or any of them or the successors and assigns of any of them against any of the Plaintiffs, Class Members or their attorneys, which arise out of or relate in any way to the institution, prosecution, or Settlement of the Action (except for claims to enforce the Settlement) ("Settled Defendants' Claims"). The "Settled Defendants' Claims" includes any and all claims any Defendant does not know or suspect to exist in his, her or its favor, which if known by him, her or it might have affected his, her or its decision(s) with respect to the Settlement. Upon the Conversion, the Settled Defendants' Claims are hereby compromised, settled, released, discharged and dismissed on the merits and with prejudice by virtue of the proceedings herein and this Order and Final Judgment.

10. Neither this Order and Final Judgment, the Stipulation, nor any of its terms and provisions, nor any of the negotiations or proceedings connected with it, nor any of the documents or statements referred to therein shall be:

(a) offered or received against the Defendants or against the Plaintiffs or the Class as evidence of or construed as or deemed to be evidence of any presumption, concession, or admission by any of the Defendants or by any of the Plaintiffs or the Class with respect to the truth of any fact alleged by Plaintiffs or the validity of any claim that had been or could have been asserted in the Action or in any litigation, or the deficiency of any defense that has been or could have been asserted in the Action or in any litigation, or of any liability, negligence, fault, or wrongdoing of the Defendants;

(b) offered or received against the Defendants as evidence of a presumption, concession or admission of any fault, misrepresentation or omission with respect to any statement or written document approved or made by any Defendant, or against the Plaintiffs and the Class as evidence of any infirmity in the claims of Plaintiffs and the Class;

(c) offered or received against the Defendants or against the Plaintiffs or the Class as evidence of a presumption, concession or admission with respect to any liability, negligence, fault or wrongdoing, or in any way referred to for any other reason as against any of the parties to the Stipulation, in any other civil, criminal or administrative action or proceeding, other than such proceedings as may be necessary to effectuate the provisions of the Stipulation; provided, however, that Defendants may refer to the Stipulation to effectuate the liability protection granted them thereunder;

(d) construed against the Defendants or the Plaintiffs and the Class as an admission or concession that the consideration to be given hereunder represents the amount which could be or would have been recovered after trial; or

(e) construed as or received in evidence as an admission, concession or presumption against Plaintiffs or the Class or any of them that any of their claims are without merit or that damages recoverable under the Complaint would not have exceeded the Settlement Fund.

11. The Plan of Allocation is approved as fair and reasonable, and Plaintiffs' Counsel and the Claims Administrator are directed to administer the Stipulation in accordance with its terms and provisions.

12. The Court finds that all parties and their counsel have complied with each requirement of Rule 11 of the Federal Rules of Civil Procedure as to all proceedings herein.

13. Plaintiffs' Counsel are hereby awarded \$1,212,000 of the Gross Settlement Fund in fees, which sum the Court finds to be fair and reasonable, and \$857,848.07 in reimbursement of expenses, which expenses shall be paid to Plaintiffs' Co-Lead Counsel from the Settlement Fund with interest from the date such Settlement Fund was funded to the date of payment at the same net rate that the Settlement Fund earns. The award of attorneys' fees shall be allocated among Plaintiffs' Counsel in a fashion which, in the opinion of Plaintiffs' Co-Lead Counsel, fairly compensates Plaintiffs' Counsel for their respective contributions in the prosecution of the Action.

14. In making this award of attorneys' fees and reimbursement of expenses to be paid from the Gross Settlement Fund, the Court has considered and found that:

(a) Pursuant to the Ha-Lo Sharing Agreement, the settlement has likely created a fund of \$7.575 million in cash that is already on deposit, plus interest thereon and that numerous Class Members who file acceptable proofs of claim will benefit from the Settlement created by Plaintiffs' Counsel;

(b) Over 29,316 copies of the Settlement Notice were disseminated to putative Class Members indicating that Plaintiffs' Counsel were moving for attorneys' fees in the amount of up to ^{fifty} ~~one-third~~ of the Gross Settlement Fund and for reimbursement of expenses in an amount of approximately \$857,848.07 and no objections were filed against the terms of the proposed Settlement or the ceiling on the fees and expenses requested by Plaintiffs' Counsel contained in the Settlement Notice;

(c) Plaintiffs' Counsel have conducted the litigation and achieved the Settlement with skill, perseverance and diligent advocacy, however, the errors Plaintiffs' Counsel have made including the error in the immediate preceding paragraph are ^{not} the type of high quality work the Court believes would warrant a fee of 20% of the Gross Settlement Fund. So the court has reduced the award to 16% thereof approximately, and awarded the set sum of \$1,212,000 no more and no less in fees.

(d) The action involves complex factual and legal issues and was actively prosecuted over 2 years and, in the absence of a settlement, would involve further lengthy proceedings with uncertain resolution of the complex factual and legal issues;

(e) Plaintiffs' Counsel have devoted over 11,991.2 hours, with a lodestar value of \$4,400,421.75, to achieve the Settlement; and

(f) The amount of attorneys' fees awarded and expenses reimbursed from the Settlement Fund are consistent with awards in similar cases.

15. Exclusive jurisdiction is hereby retained over the parties and the Class Members for all matters relating to this Action, including the administration, interpretation, effectuation or enforcement of the Stipulation and this Order and Final Judgment, and including any application for fees and expenses incurred in connection with administering and distributing the settlement proceeds to the members of the Class.

16. Without further order of the Court, the parties may agree to reasonable extensions of time to carry out any of the provisions of the Stipulation.

17. There is no just reason for delay in the entry of this Order and Final Judgment and immediate entry by the Clerk of the Court is expressly directed pursuant to Rule 54 (b) of the Federal Rules of Civil Procedure.

Dated: Chicago, Illinois
December 28, 2004

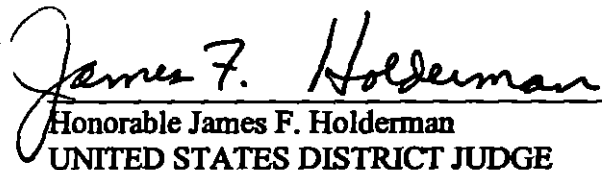

Honorable James F. Holderman
UNITED STATES DISTRICT JUDGE

EXHIBIT A

HA-LO FIRST NOTICE OF PENDENCY REQUESTS FOR EXCLUSION

Last Name	First Name	Street	City	State	Zip	Date Recd
Ackerman	Alan	5700 Crooks Rd. # 405	Troy	MI	48098	10/10/2003
Adams	Ernest	1635 Cedar Hill Ave.	Dallas	TX	75208	9/25/2003
Adler	Kevin	1903 N. Fremont #1A	Chicago	IL	60614	10/9/2003
Aimsila	Privit	7709 Straits Dr.	Towlett	TX	75088	10/10/2003
Anulies	Nancy	5754 W. Eastwood Ave	Chicago	IL	60603	10/10/2003
Arkin	Meredith	613 Woodvale Dr.	Greensboro	NC	27410	10/10/2003
Arthur	Jean	5835 Lindell	St. Louis	MO	63112	9/5/2003
Avery	Robert	5626 Olde Post Rd.	Sylvania	OH	43560	9/12/2003
Banks	Liz	520 Washington Blvd #284	Marina Del Rey	CA	90292	9/17/2003
Bornstein	Keith	25787 Dundee	Huntington Woods	MI	48070	10/14/2003
Boures	James	17608 Capistrano Lane	Orland Park	IL	60467	10/14/2003
Boxer	Barbara	2350 W. Willard Ave	Milwaukee	WI	53209	10/8/2003
Boxer	Richard	2350 W. Willard Ave	Milwaukee	WI	53209	10/8/2003
Brown	Sharon	1200 Ardmoor	Bloomfield Hills	MI	48301	10/10/2003
Bukala	Robert	16830 S. Ashley Ct.	Homer Glen	IL	60491	10/10/2003
Calhoun a/k/a Paske	Aleda	10475 Tuxford Dr.	Alpharetta	GA	30022	9/25/2003
Campioni	Joseph	P.O. Box 594	Medinah	IL	60157	9/23/2003
Campioni	Joseph - Chas Schwab & Co. Cust	P.O. Box 594	Medinah	IL	60157	9/23/2003
Cannold	Michael	6622 Bristol Lake South	Delray Beach	FL	33446	10/9/2003
Cantor	Lori	4379 Strathdale Ct.	West Bloomfield	MI	48323	9/12/2003
Capitano	Charles	83-11 - 260th St.	Floral Park	NY	11004	9/23/2003
Choy	Joseph	3608 Harbor View Ave.	Oakland	CA	94619	9/26/2003
Cohn	Arlene	8718 Springfield Ave	Skokie	IL	60076	9/26/2003
Cooper	Jerry	2580 Duffy Lane	Riverwoods	IL	60015	9/10/2003
Crane	Mary	337 Pearl St.	Cambridge	MA	02139	9/5/2003
Cross, Jr.	Ralph	2430 Casa Grande St.	Pasadena	CA	91104	9/26/2003
Dani	William	1200 Riverplace Blvd. #902	Jacksonville	FL	32207	10/9/2003
DeCoursey	Owen	37 E. Bayview St.	Massapequa	NY	11758	9/15/2003
Ellefson, Rev. Trust	Helen	802 E. 1st Ave	Ada	MN	56510	10/10/2003
Ellefson, Rev. Trust	K.P.	802 E. 1st Ave.	Ada	MN	56510	10/10/2003
Farber	David	6884 Brook Hollow Ct.	W. Bloomfield	MI	48322	9/27/2003
Francis	Paul	2916 Oak Brook Hills Rd	Oak Brook	IL	60523	10/14/2003
Fung	Tong Kim	58-42 - 138th St.	Flushing	NY	11355	9/19/2003
Gepford	Misti	Rt. #2, Box 226	Butler	MO	64730	10/10/2003
Gepford	Shannon	Rt. #2, Box 226	Butler	MO	64730	10/10/2003
Graf	Mildred	5852 W. Old Lincoln Way	Wooster	OH	44691	9/24/2003
Hall	Jerry	8594 S. Compass Dr.	Tucson	AZ	85706	10/8/2003
Hawkins	Neil Colin	Unit 19/31 Wentworth St.	Groonacre	NSW	02190	9/26/2003
Hellmann	Jonathan	3601 Sunset Lane	Rochester	NY	14589	9/29/2003
Herkert	Robert	15506 Red Arrow Highway	Union Pier	MI	49129	10/8/2003
Hever	Robert	606 Cody Dr.	Melville	NY	11747	10/9/2003
Infantino	James R.	517 Highland Ave.	Punxsutawney	PA	15767	9/19/2003
Irmischer	Rudolf	14184 Fawnbrooke Dr.	Tucson	AZ	85737	10/14/2003
Jacob	Amy	3800 E. Lincoln #8	Phoenix	AZ	85018	10/7/2003
Jacobson	Craig L.	4747 W. Howard St.	Skokie	IL	60076	9/17/2003
Jacobson	Irving	4747 W. Howard St.	Skokie	IL	60076	9/17/2003
Jones	James Paul	2634 Thorndyke West	Seattle	WA	98199	10/10/2003

Kaftan	Jeffery	25505 W. 12 Mile Rd. Ste 2600	Southfield	MI	48034-8312	10/10/2003
Kane, Maurice, deceased	by Kane, Vivian	P.O. Box 88	Geneseo	IL	61254	9/18/2003
Karadhimas	Jani	24-48-27 Street	Astoria	NY	11102	10/8/2003
Katz	Barbara	1098 Saxony Dr.	Highland Park	IL	60035	10/2/2003
Katz	Jordan	105 Revere Dr., Ste G	Northbrook	IL	60062	9/16/2003
King	Robert	4175 Call Rd.	Perry	OH	44081	10/7/2003
Kirschner	Robert	5780 N.E. Vo Terr	Ft. Lauderdale	FL	33308	9/18/2003
Knowles	Sandra	1120 Hampden Dr.	Strasburg	PA	17579	10/7/2003
Kollman, Trustee of Andy Kollman Trust	Andy	6800 N. California Ave. Apt 49	Chicago	IL	60645	9/24/2003
Kreutzer	Walter	205 Manila Cove	Stafford	VA	22554	10/10/2003
Kretschmar	Kenneth	2409 Cumberland Cir.	Long Grove	IL	60047	9/22/2003
Kroner III	Ludwig	1204 Hilltop Dr., Ste 102	Rock Springs	WY	82901	10/14/2003
Krumske	Beverly	310 Del Mar Lane	Grayslake	IL	60030	10/7/2003
Kudlata	David	440 W. Aldine 2E	Chicago	IL	60657	10/1/2003
Laposki	Caroline	303 N. Lindsay L92	Mesa	AZ	85213	10/7/2003
Lawrence	Ira	8319 N. Keystone	Skokie	IL	60076	9/22/2003
Lee	Tom	197-05 - 46th Ave.	Flushing	NY	11358	9/18/2003
Lewin	Benjamin	338 Wellington #2701	Chicago	IL	60657	9/17/2003
Lewin	Gerrie	338 Wellington #2701	Chicago	IL	60657	9/17/2003
Mahmoud	Muhammad	130 Clarke Ave.	Jersey City	NJ	07304	9/29/2003
Mann	M. Beatrice	Box 28	Vernon	VT	05354	10/9/2003
Martin	Donald	20900 Persimmon Pl.	Estero	FL	33928	10/9/2003
Marx	John	30201 Dequindre	Madison Heights	MI	48071	10/9/2003
Mautsby	Gilbert	6 S. Whisper Ct.	Columbus	GA	31909	10/1/2003
McCrory	Eva	1724 Azalea St.	Sulphur	LA	70863	10/7/2003
McGuire	John	940 Blazing Star	Orache	AZ	85623	9/16/2003
Montrose	Lawrence	8522 Karlov Ave.	Skokie	IL	60076	9/11/2003
Montrose	Ruth Helen	8522 Karlov Ave.	Skokie	IL	60076	9/11/2003
Mott	Benny	194 Lisbon St.	Pleasantville	IA	50225	10/7/2003
Mott	Jeanette	194 Lisbon St.	Pleasantville	IA	50225	10/7/2003
Myers	Andrea	665 Eldorado Blvd. #425	Broomfield	CO	80021	10/7/2003
Napierkowski	Daniel	6207 N. Applecross Rd.	Highland Heights	OH	44143	10/2/2003
Nusbaum	Robert	401 S. Old Woodward Ave, Ste 455	Birmingham	MI	48009	9/26/2003
Okner	Anne	2949 W. Lunt	Chicago	IL	60645	9/23/2003
Okner	SN	2949 W. Lunt	Chicago	IL	60645	9/23/2003
Pappas	Bill & Irene	5129 W. Jarlath St.	Skokie	IL	60077	9/22/2003
Patel	Suketa for Jay Patel	919 Winding Ridge Dr.	Somerset	KY	42503	9/25/2003
Patel	Suketa for Seeta Patel	919 Winding Ridge Dr.	Somerset	KY	42503	9/25/2003
Peirce	H. Douglas	17657 Village Trace Ct	Granger	IN	46530	9/25/2003
Potts	Stephen	25791 Brookmont	Lake Forest	CA	92630	10/1/2003
Pulnam	Robert	256 Lester Rd.	Park Forest	IL	60466	9/30/2003
Reiderer	Christina & Robert	20 Brookside Ave.	Merrick	NY	11566	10/7/2003
Riggio	John A and Julia Pope Riggio	642 Elder Lane	Deerfield	IL	60015	9/23/2003
Rombotis	Harriet	52 Bern Dr.	Winterhaven	FL	33881	9/26/2003
Rombotis	Nichlous	52 Bern Dr.	Winterhaven	FL	33881	9/26/2003
Rosenberg	Marian	574 E. 16th St.	Brooklyn	NY	11226	10/7/2003
Sabin	Laurie	5373 Van Ness Court	Bloomfield Hills	MI	48302	10/14/2003
Santina	Mimo Della	7460 W. Strong St.	Harwood Heights	IL	60706	10/7/2003
Sardo	Michael	410 Ridge Rd.	Walworth	WI	53184	9/22/2003
Scaringe	George	6 Chestnut Hill Rd. S.	Loudonville	NY	12211	10/7/2003

Schefke	Jeff	741 Vivian Ln.	Oxford	MI	48371	10/7/2003
Schneider	Paul	HC 50 Box 4063	Red Lodge	MT	59068	10/10/2003
Schneider	Virginia	HC 50 Box 4063	Red Lodge	MT	59068	10/10/2003
Schroeder	Forrest	17723 Old Auburn Lane	Baker City	OR	97814	10/2/2003
Sherrel	Joann	6160 Woodland View Dr.	Woodland Hills	CA	91367	10/10/2003
Siegel	Gary	900 N. Kingsbury #1127	Chicago	IL	60610	10/14/2003
Smith	Florencia	RR 20, Box 1292	Mission	TX	78572	10/10/2003
Smith	Robert	RR 20, Box 1292	Mission	TX	78572	10/10/2003
Stallone	Martin	1326 Monroe Ave	Wyomissing	PA	19610	10/10/2003
Steen, Lvg Trust	Seurin	328 Highway 6	Clinton	MN	56225	9/22/2003
Steinberg	Louis	4300 N. Marine Dr. #406	Chicago	IL	60613	9/17/2003
Stern	Joyce	787 Valley Road	Glencoe	IL		10/14/2003
Stotsenberg	Dorothy	33525 W. Mulholland Hwy	Malibu	CA	90265	9/29/2003
Stromquist	Jerry	150 Sunken Forest Dr., #8-214	Forsyth	MO	65653	10/2/2003
Stuff	Bruce	1040 W. Granville #524	Chicago	IL	60660	9/25/2003
Sweilern	Theresa	4601 W. Butler Dr.	Glendale	AZ	85302	10/14/2003
Theobald, Trustees	Alice	P.O. Box 519	Pine Bluffs	WY	82082	10/12/2003
Trawick	Gordon	2049 Vaughn Lane	Montgomery	AL	36106	9/22/2003
Turk	Moshe	Chai Lifeline, 6600 N. Lincoln Ave, Suite 300	Lincolnwood	IL	60712	10/14/2003
Utmall by Cust. Linda Rose	Tiffany Rose	642 Dunsten Cir.	Northbrook	IL	60062	9/17/2003
Vireshbhai	Patel	12 Mission Ridge Ct.	Fremont	CA	94539	10/7/2003
Vogel	William	P.O. Box 1040	Upper Lake	CA	95485	9/26/2003
Wagner	Eugene	P.O. Box 455	Valley Ford	CA	94972	10/8/2003
Weisbach	Helene	1651 W. Olive Ave.	Chicago	IL	60660	10/8/2003
Weisbach	Rose	655 W. Irving Pk Rd. #1201	Chicago	IL	60613	10/10/2003
Wild	Harold	147 Deerfield Lane N.	Pleasantville	NY	10570	9/19/2003
Wild	Sibyl	147 Deerfield Lane N.	Pleasantville	NY	10570	9/19/2003
Wilson	Willim	11935 Evergreen St.	Fife Lake	MI	49633	9/26/2003
Winnie, TRS	Ross & Marcia	4669 NW 30th Pl.	Ocala	FL	34482	9/22/2003
Yamaguchi	Earl	1426 Kaweloka St.	Pearl City	HI	96782	9/23/2003
Yarborough	H.E.	(Deceased)				10/7/2003

HA-LO LATE FIRST NOTICE LATE REQUESTS FOR EXCLUSION

Last Name	First Name	Street	City	State	Zip	Date Recd
Auster	Marcia	28984 Appleblossom Ln	Farmington Hills	MI	48331	10/22/2003
Babbitt	Steven	830 Lutz Lake Fern Rd.	Lutz	FL	33548	10/27/2003
Barden	David Charles	346 Dartmouth Hills St.	Las Vegas	NV	89138	10/24/2003
Barker	Charles	200 Portsmouth Lane	Alabaster	AL	35007	10/30/2003
Barnhill	Kathy	2010 Winfield Dr.	Tupelo	MS	38801	11/21/2003
Bee	James	1647 Kiley Ct.	Lady Lake	FL	32159	11/21/2003
Benderoff	Brule	401 N. Glengarry	Bloomfield Hills	MI	48301	10/16/2003
Benderoff	Carol	401 N. Glengarry	Bloomfield Hills	MI	48301	10/16/2003
Bennett	Burke	2995 E. 650 N	Roberts	ID	83444	10/27/2003
Bradbury	Jay	3843 - 8th Ave	San Diego	CA	92103	11/19/2003
Bukala	Robert	P.O. Box 529	Oak Lawn	IL	60454	10/16/2003
Cerfice	Mildred	1604 Grandview Ave.	Westfield	NJ	07090	11/4/2003
Chipain	George	135 Addison Ave.	Elmhurst	IL	60126	11/12/2003
Chlebda	Edward	829 Nottingham Dr. #2A	Schaumburg	IL	60193	10/24/2003
Cohen	Samuel & Irene	5101 Balboa #113	Encino	CA	91316	10/27/2003

Cresci	Janet	339 Ridgeway Ave	Cincinnati	OH	45215	11/17/2003
Dhingra	Harry	12 Forestglan Dr.	Amherst	NY	14221	10/22/2003
Duhart	Jake	14521 Myrtle Ave	Harvey	IL	60426	11/13/2003
Erica	Michael	11405 Nogales St.	Coral Gables	FL	33156	10/24/2003
Erpenbach	Robert	1878 Loganberry Lane	Crown Point	IN	46307	11/18/2003
Felling	Ronald	3145 Ridge Rd.	Highland	IN	46322	10/27/2003
Fowler	James	303D Beltline Pl SW #524	Decatur	AL	35603	11/21/2003
Fumo	Anne and Harold	8172 Horseshoe Bend Ln	Las Vegas	NV	89113	11/14/2003
Fzal	Haider	7 Amelia St.	Aliso Viejo	CA	92650	10/22/2003
Gall	Steven	792 E. Whispering Oaks Dr	Palatine	IL	60074	10/31/2003
Gallaughier	Lori	160 Larsburg Turn	Alpharetta	GA	30022	12/15/2003
Gilman	Milton	5584 Pine Brooke Ct.	Bloomfield Hills	MI	48304	11/14/2003
Glassenberg	Myron	3624 Hermitage	Northbrook	IL	60062	10/22/2003
Gloviar	Thomas	2820 Abraham Dr.	Cedar Falls	IA	50613	12/20/2003
Gocby	Judith	4440 Caminito Tecera	Del Mar	CA	92014	10/28/2003
Graber	George & Berniece	314 N. Douglas St.	Dodgeville	WI	53533	10/31/2003
Groner	Lipsa	23045 Laurel Valley St.	Southfield	MI	48034	11/13/2003
Henry	Jacqueline	23W134 Mulberry Lane	Glen Ellyn	IL	60137	10/21/2003
Henry	Robert	23W134 Mulberry Lane	Glen Ellyn	IL	60137	10/21/2003
Hermelin	Brian	20500 Civic Center Dr., Suite 3000	Southfield	MI	48076	10/17/2003
Hermelin	Doreen	20500 Civic Center Dr., Suite 3000	Southfield	MI	48076	10/24/2003
Jakubowski	Walter	2260 W. Clayton Crest Ave	Milwaukee	WI	53221	11/5/2003
Katz	Ernest (deceased)	1800 E. Mission Hills Rd.	Northbrook	IL	60062	10/16/2003
Kazerouni	Heshmat	1944 Hastings St.	Marietta	GA	30062	10/24/2003
Kest	Marjorie	923 Brainard Rd.	Highland Heights	OH	44143	10/27/2003
Kest	Sheldon	923 Brainard Rd.	Highland Heights	OH	44143	10/27/2003
Klein	Joshua	2520 Talia Lane	Northbrook	IL	60062	11/23/2003
Knight	Donald	7922 Beechnut Park	San Antonio	TX	78240	10/20/2003
Kwok	Patrick	2200 Winterwood Dr.	Fullerton	CA	92833	12/10/2003
Lachcik, Jr.	Edward	13 Stuart Ct.	Hampton Bays	NY	11946	10/17/2003
Lam	Daravuth	2424 Hurley Way #67	Sacramento	CA	95825	11/20/2003
Law	Xan Wing	2120 Jennings Ave 1501	Santa Rosa	CA	95401	10/24/2003
Loparco	Dorothy	10092 Dingle Rd.	Camden	NY	13316	10/21/2003
Loparco	Frank	10092 Dingle Rd.	Camden	NY	13316	10/21/2003
Loss	Harold	3317 Green Tree	Bloomfield Hills	MI	48304	12/8/2003
Lukowski	Arthur	700 Roy St.	Dyer	IN	46311	10/17/2003
Lum, Trust	Frank	1070 Peralta Ave.	Albany	CA	94706	10/22/2003
Manka	Paul	3946 Stanford Dr.	Oceanside	CA	92050	11/18/2003
Mantis	Vasilios	19919 Promenade Cir.	Riverside	CA	92508	11/20/2003
McLeod	Hillary	18550 Laurel Dr.	Livonia	MI	48152	11/5/2003
Medwin	John	1120 Old Ridge Road	East Bend	NC	27018	11/29/2003
Mostacchio	Paul	3156 S. Union	Chicago	IL	60616	10/22/2003
Mozzochi, Jr.	Albert	28 Rattling Valley Rd.	Deep River	CT	06417	10/24/2003
Murdough	Dee	301 S. Ridge Road	McHenry	IL	60050	10/20/2003
Oh	Kyoung	24458 St. Ives Court	Diamond Bar	CA	91765	11/7/2003
Olsen	Patricia	20396 Burnham	Lynwood	IL	60411	11/4/2003
Pinske	Marlene	4523 Wesley Terrace	Schiller Park	IL	60176	10/16/2003
Quach	Phi	1107 Ashbrook Dr.	Mundelein	IL	60060	10/28/2003
Raymond	Alfred	133 Cole St.	Seekonk	MA	02771	10/24/2003
Reeve	Yongcha	12100-103 Tango Lane	Raleigh	NC	27613	10/31/2003
Rude	Darryl	22798 Oak Knoll Cir.	Fergus Falls	MN	56537	4/27/2004
Saltzman	Steven	1260 Carol Lane	Deerfield	IL	60015	11/18/2003

Sandy	Gladys	195 Malibu Dr.	Palm Springs	CA	92264	11/19/2003
Schwartz	Marion	5583 Sugar Mill CL	Del Ray Beach	FL	33484	10/17/2003
Schafer	Michael	1815 W. Ridgewood Ln	Glenview	IL	60025	11/26/2003
Shannon	Judy	6338 CR 539	Hico	TX	76457	11/18/2003
Sights	Warren	P.O. Box 695	Columbia	MO	65205	10/27/2003
Slutsky	Jeffrey	400 E. Ohio St. #4203	Chicago	IL	60611	10/28/2003
Sommer	Fred	570 Park Ave	New York	NY	10021	11/9/2003
Sone	Elsie	978 Glenrock #39	Incline Village	NV	89451	11/7/2003
Speranzi	Marc	6048 RL 7	Oneonta	NY	13820	10/28/2003
Sweet	William	417 Mountain View	Mountain View	CA	94041	11/20/2003
Underwood	Gregory	607-B Lindsay St.	Bowie	TX	76230	11/17/2003
Upadhyay	Asha	12 Davis Road	Port Washington	NY	11050	10/24/2003
Upadhyay	Cecile	12 Davis Road	Port Washington	NY	11050	10/24/2003
Upadhyay	Samuel	12 Davis Road	Port Washington	NY	11050	10/24/2003
Upadhyay	Sanjay	12 Davis Road	Port Washington	NY	11050	10/24/2003
Upadhyay	Yowendra	12 Davis Road	Port Washington	NY	11050	10/24/2003
Wayne	Michael	2366 N. Gulfshore Blvd	Naples	FL	34103	11/24/2003
Weaber	Gary	479 Mayfair CL	Bossoer City	LA	71111	10/24/2003
Weatherman	Ricci	7230 Stibgen Rd NW	Olympia	WA	98502	11/29/2003
Weisbach	Arlene/Shel	20638 Batac St.	Chatsworth	CA	91311	11/13/2003
Weisbach	Daniel	20638 Batac St.	Chatsworth	CA	91311	11/13/2003
Weisbach	David	20638 Batac St.	Chatsworth	CA	91311	11/13/2003
Weiss	Adrienne	875 N. Michigan 3700	Chicago	IL	60611	10/16/2003
Williams, Jr.	J. Morton	P.O. Box 3404	St. Augustine	FL	32085	10/24/2003
Wilson	Paul	6831 Spring Arbor Dr.	Mason	OH	45040	11/19/2003
Womack	Tim	2435 N. Sheffield Ave A3	Chicago	IL	60614	10/22/2003
Zhand	Zhuo Hong	9327 SE Lincoln St.	Portland	OR	97216	10/27/2003

**HA-LO LATE SECOND NOTICE OF PENDENCY AND SETTLEMENT
REQUESTS FOR EXCLUSION**

Last Name	First Name	Street	City	State	Zip	Date Post Marked
Riechers	Joel	1025 Elm St.	Winnetka	IL	60093	7/20/2004
Wiltshire	Charles	2665 Lampkins Rd.	Cottage Grove	TN	38224	7/30/2004

**HA-LO LATE SECOND NOTICE OF PENDENCY AND SETTLEMENT
LATE REQUESTS FOR EXCLUSION**

Last Name	First Name	Street	City	State	Zip	Date Post Marked
Maister	Barbara	11211 W. Cypress Dr.	Pompanno Beach	FL	83009	8/3/2004

MISCELLANEOUS

Ilaria	Lenore L.	160 Overlook Court	Woodbridge	NJ	07095	8/30/2004

Did not purchase in Class Period but prior stockholding split during the Class Period